

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

ROBERT FREEDMAN,

Plaintiff,

v.

JAMES J. MULVA, *et al.*,

Defendants.

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C.A. No. 11-CV-00686-LPS

**DEFENDANTS' MOTION TO DISMISS THE VERIFIED COMPLAINT**

Defendants James J. Mulva, Kenneth M. Duberstein, Ruth R. Harkin, Harold W. McGraw, III, Robert A. Niblock, Harald J. Norvik, William K. Reilly, Victoria J. Tschinkel, Kathryn C. Turner, William E. Wade, Jr., Richard L. Armitage, Richard H. Auchinleck, and James E. Copeland, Jr., Willie C.W. Chiang, Greg C. Garland, Alan J. Hirschberg, Ryan M. Lance, and ConocoPhillips (the "Defendants"), by their undersigned counsel, hereby move to dismiss the Verified Complaint pursuant to Federal Rule of Civil Procedure 23.1, for failure to make demand upon the board or adequately plead the reasons for not seeking board action, and Federal Rule of Civil Procedure 12(b)(6), for failure to state a claim upon which relief can be granted. The complete grounds for this Motion are set forth in the Defendants' opening brief, which is being filed contemporaneously with this Motion.

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Dated: September 15, 2011  
1027065

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**CERTIFICATE OF SERVICE**

I hereby certify that on September 15, 2011, the attached document was electronically filed with the Clerk of the Court using CM/ECF which will send notification to the registered attorney(s) of record that the document has been filed and is available for viewing and downloading.

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